

EXHIBIT D

IN THE UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF DELAWARE

AUTOZONE, INC.)	
)	
and)	
)	
AUTOZONE PARTS, INC. (formerly)	
SPEEDBAR, INC.))	
)	
Plaintiffs)	
)	
v.)	Civil Action No. No. 04-103-SLR
)	
TRI-STATE AUTO OUTLET, INC.)	
)	
and)	
)	
ROBERT MOSEDER)	
)	
Defendants)	

UNCONTESTED MOTION TO
VACATE JUDGMENT

Plaintiffs, AutoZone, Inc. and AutoZone Parts, Inc., respectfully move the Court to vacate Opinion and Judgment entered in Defendants' favor on June 7 and 8, 2005, respectively, (hereinafter collectively the "Judgment").

The grounds for this motion are as follows:

- (1) Through the efforts of Joseph A. Torregrossa, Esq., Director of the Third Circuit Appellate Mediation Program, a settlement of this civil action has been reached which is contingent on the Judgment being vacated by this Court.

- (2) Mr. Torregrossa has advised the counsel for the parties that he has conferred with this Court and that the Court is inclined to vacate the Judgment.
- (3) As part of the settlement, the parties have agreed to enter into a Stipulation seeking a dismissal of this civil action with prejudice pursuant to Rule 41(a) Fed. R. Civ. P.
- (4) If this motion is granted, Plaintiffs will promptly file an uncontested motion to dismiss Appeal Nos. 05-3338 and 05-3538 with the U.S. Court of Appeals for the Third Circuit.
- (5) Counsel for Defendants has advised the undersigned that Defendants do not oppose this motion.

For the reasons stated above and in the interest of conserving the resources of the parties, this Court, and the Court of Appeals, Plaintiffs respectfully requests that the foregoing motion be granted.

Dated: October 20, 2005

AUTOZONE, INC. and AUTOZONE
PARTS, INC.

By: 

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